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ULTRA CLEAN TECHNOLOGY SYSTEMS  
10 AND SERVICE, INC.

11  
12 **UNITED STATES DISTRICT COURT**  
13  
**NORTHERN DISTRICT OF CALIFORNIA**

14 **SAN FRANCISCO DIVISION**

15 ULTRA CLEAN TECHNOLOGY SYSTEMS  
16 AND SERVICE, INC.,

17 Plaintiff,

18 v.  
19 CELERITY, INC.,

20 Defendant.

CASE NO. 05-CV-03560 MMC

[RELATED CASE: 05-CV-04374 MMC]

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22 STIPULATION AND ORDER TO  
23 CONSOLIDATE ACTIONS

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25 The parties in the above-referenced action, as well as the parties in related case 05-CV-  
04374 MMC, by and through their attorneys of record, Paul J. Andre of Perkins Coie, LLP, for  
26 Ultra Clean Technology Systems and Services, Inc. ("Ultra Clean Systems") and Ultra Clean  
Holdings, Inc. ("Ultra Clean Holdings"), and Keith L. Slenkovich of Thelen Reid & Priest, LLP,  
for Celerity, Inc. ("Celerity"), hereby stipulate and request this Court to make an order  
27 consolidating the following two matters: Ultra Clean Technology Systems and Services, Inc. v.  
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30 STIPULATION AND [PROPOSED] ORDER TO  
31 CONSOLIDATE ACTIONS  
32 CASE NO. 05-CV-03560 MMC

1 Celerity, Inc., 05-CV-03560 MMC, and Celerity, Inc. v. Ultra Clean Holdings, Inc. et al., 05-  
 2 CV-04374 MMC.

3 This stipulation is made on the following grounds: Prior to the filing of either litigation,  
 4 Celerity and Ultra Clean Systems were involved in a course of correspondence through which  
 5 Celerity advised Ultra Clean Systems of the patents in suit. On September 2, 2005, Ultra Clean  
 6 Systems filed in United States District Court for the Northern District of California Case No. C-  
 7 05-03560 BZ, *Ultra Clean Technology Systems and Service, Inc. v. Celerity, Inc.* (the “California  
 8 Action”), an action for declaration of invalidity and noninfringement for these patents, namely  
 9 U.S. Patent No. 6,142,539, U.S. Patent No. 6,189,570, U.S. Patent No. 6,192,938, U.S. Patent  
 10 No. 6,293,310, U.S. Patent No. 6,394,138, U.S. Patent No. 6,435,215, and U.S. Patent No.  
 11 6,474,700 (collectively, the “patents in suit”).

12 On September 13, 2005, prior to being served with the California Action, Celerity filed  
 13 United States District Court, District of Delaware Case No. 05-668 (KAJ) *Celerity, Inc. v. Ultra*  
 14 *Clean Holdings, Inc., and Ultra Clean Technology Systems and Service, Inc.* (the “Delaware  
 15 Action”), alleging that Ultra Clean Systems and Ultra Clean Holdings are infringing these  
 16 patents in suit.

17 The parties agreed that in order to avoid duplication of efforts, the Delaware Action  
 18 should be transferred to the District Court for the Northern District of California and  
 19 consolidated with Ultra Clean's declaratory judgment action, and filed a Joint Motion To  
 20 Transfer the Delaware Action on October 14, 2005. On October 17, 2005, the District of  
 21 Delaware granted the Joint Motion and ordered that the Delaware Action be transferred to the  
 22 Northern District of California.

23 On October 10, 2005, Celerity filed its Notice of Pendency of Other Action or Proceeding  
 24 (“Notice of Pendency”) in accordance with Civil Local Rule 3-13, noting the parties' agreement.  
 25 On November 1, 2005, an order holding that the two above-mentioned cases were related was  
 26 issued by this Court, and Case No. 05-CV-04374 MEJ was reassigned to Judge Maxine M.  
 27 Chesney.

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1 Both parties respectfully submit that the two actions, the Delaware Action, Celerity, Inc.  
2 v. Ultra Clean Holding, Inc. et al., 05-CV-04374 MMC, and the California Action, Ultra Clean  
3 Technology Systems and Services, Inc. v. Celerity, Inc., 05-CV-03560 MMC, should be  
4 consolidated. Consolidation of these two actions would avoid conflicts, conserve resources, and  
5 promote an efficient determination of this action. The parties have not been able to agree upon  
6 the plaintiff/defendant alignment of the parties in the consolidated cases, and anticipate that a  
7 motion will be filed prior to the initial case management conference to determine the proper  
8 alignment of the parties.

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10 **PERKINS COIE LLP**

11 By \_\_\_\_\_/s/  
12 Paul J. Andre  
13 Attorneys for Ultra Clean Technology  
Systems and Service, Inc. and Ultra Clean  
Holdings, Inc.

14 Dated: December 8, 2005

15 **THELEN REID & PRIEST LLP**

16 By \_\_\_\_\_/s/  
17 Keith L. Slenkovich  
18 Attorneys for Celerity, Inc.

19 Dated: December 8, 2005

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## ORDER

PURSUANT TO STIPULATION, IT IS SO ORDERED that the Court hereby consolidates Celerity, Inc. v. Ultra Clean Holding, Inc. et al., 05-CV-04374 MMC and Clean Technology Systems and Services, Inc. v. Celerity, Inc., 05-CV-03560 MMC.

Pursuant to the usual practice of the Clerk's Office, all future filings shall be in the earlier-filed action (05-CV-03560 MMC).

Dated: December 12, 2005

Maxine M. Chesney  
MAXINE M. CHESNEY

MAXINE M. CHESNEY  
United States District Judge